

Based on Art. 65 of the Law on the Capital Market (RS Official Gazette No. 31/2011)

**ENERGOPROJEKT HOLDING PLC.**  
**Belgrade, Bulevar Mihaila Pupina 12 St.**  
**(reg.no. 07023014, core business code 6420)**

**ISSUES THIS**

**REPORT FROM THE 42nd REPEAT ANNUAL GENERAL MEETING OF  
ENERGOPROJEKT HOLDING PLC.**

On 17.06.2014 the 42nd repeat annual general meeting of ENERGOPROJEKT HOLDING PLC was held.

According to the agenda, the following resolutions were deliberated and approved at the meeting:

- 1. APPROVAL OF ENERGOPROJEKT GROUP ANNUAL CONSOLIDATED STATEMENTS FOR 2013 (*Energoprojekt Group consolidated financial statements for 2013; Auditor's Report for 2013 and Annual Business Report*).**  
(Approved).
- 2. APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL BUSINESS REPORT FOR 2013 (*Energoprojekt Holding plc. financial statements for 2013; Auditor's Report for 2013 and Annual Business Report*).**  
(Approved).
- 3. RESOLUTION ON DISTRIBUTION OF UNDISTRIBUTED PROFITS.**  
(Approved).
- 4. APPROVAL OF REPORT BY THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.**  
(Approved).
- 5. RESOLUTION ON THE APPOINTMENT THE COMPANY AUDITOR AND APPROVAL OF THE AUDITOR'S SERVICE FEE.** (Approved. The auditor authorised to carry out an audit of the financial statements of Energoprojekt Holding plc. and the consolidated financial statements of Energoprojekt Group for 2014 is BDO ltd. Belgrade).
- 6. RESOLUTION TO AMEND THE ARTICLES OF ASSOCIATION OF ENERGOPROJEKT HOLDING PLC.** (Approved).

7. **APPOINTMENT OF MEMBERS OF THE SUPERVISORY BOARD OF ENERGOPROJEKT HOLDING PLC.** (Approved. Newly appointed members of the Supervisory Board of Energoprojekt Holding plc. are: Dragan Veljić, MSc, independent member, and Nebojša Peruničić, member).

8. **RESOLUTION ON REPURCHASE OF ENERGOPROJEKT HOLDING PLC SHARES** (Approved).

The minutes from the 42nd repeat annual general meeting of ENERGOPROJEKT HOLDING PLC., as well as the approved resolutions and voting results on all items of the agenda deliberated by the shareholders, are all available for download through the company website [www.energoprojekt.rs](http://www.energoprojekt.rs) (Investor Relations page, General Meeting submenu). This report is accompanied by the resolutions required under Art. 51 par. 3 of the Law on the Capital Market, as provided below.

**Chairman of General Meeting**

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**Zoran Vasić**

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**ENERGOPROJEKT HOLDING PLC.**  
**CEO**

**Vladimir Milovanović, BSc.Eng.**

Based on Art. 51 par. 3 of the Law on the Capital Market (RS Official Gazette No. 31/2011), ENERGOPROJEKT HOLDING PLC. from Belgrade, Bulevar Mihaila Pupina 12 (reg.no. 07023014, business code 06420 Holding business) publishes the full text of the:

**MANAGEMENT RESOLUTIONS APPROVING THE ANNUAL REPORT  
FOR 2013 AND DISTRIBUTION OF PROFITS,  
ISSUED AFTER THE REPORTING DEADLINE**

At the 42nd repeat annual general meeting of shareholders of ENERGOPROJEKT HOLDING PLC. held on 17 June 2014 in the projection room at the Energoprojekt office building, the following resolutions were issued (in accordance with Art. 51 par. 3 of the Law on the Capital Market) and are hereby published in full-text version:

- APPROVAL OF ENERGOPROJEKT GROUP ANNUAL CONSOLIDATED STATEMENTS FOR 2013 (*Energoprojekt Group consolidated financial statements for 2013; Auditor's Report for 2013 and Annual Business Report*).
- APPROVAL OF ENERGOPROJEKT HOLDING PLC. ANNUAL BUSINESS REPORT FOR 2013 (*Energoprojekt Holding plc. financial statements for 2013; Auditor's Report for 2013 and Annual Business Report*).
- RESOLUTION ON DISTRIBUTION OF UNDISTRIBUTED PROFITS.

**NOTE:**

The above GM resolutions of ENERGOPROJEKT HOLDING PLC. are provided below, while the Annual Report of ENERGOPROJEKT HOLDING PLC. for 2013 and the Energoprojekt Group consolidated financial statements for 2013 were published earlier, within the legal deadline, on the official websites of ENERGOPROJEKT HOLDING PLC. ([www.energoprojekt.rs](http://www.energoprojekt.rs)) and the Belgrade Stock Exchange ([www.belex.rs](http://www.belex.rs)) and were forwarded to the Serbian Securities Commission.

ITEM 1.  
APPROVAL OF ANNUAL CONSOLIDATED STATEMENTS  
OF ENERGOPROJEKT GROUP FOR 2013  
*(Energoprojekt Group consolidated financial statements for  
2013; Auditor's Report for 2013 and Annual Business Report)*

In accordance with Art. 34 par. 1 item 9 of the Articles of Association of ENERGOPROJEKT HOLDING PLC., the general meeting of ENERGOPROJEKT HOLDING PLC. at the 42nd repeat annual general meeting of shareholders of ENERGOPROJEKT HOLDING PLC. held on 17 June 2014 in the projection room at the Energoprojekt office building, under item 1 of the agenda, issued the following

R E S O L U T I O N

1. The Annual Consolidated Statements of Energoprojekt Group for 2013 (*Energoprojekt Group consolidated financial statements for 2013; Auditor's Report for 2013 and Annual Business Report*) are approved, in full accordance with the Supervisory Board's proposal which forms an integral part of this resolution.
2. The reports from item 1 above are an integral part of this resolution and are stored in the archive.

Chairman of General Meeting

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Zoran Vasić

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**ITEM 2.**  
**APPROVAL OF ANNUAL BUSINESS REPORT**  
**OF ENERGOPROJEKT HOLDING PLC. FOR 2013**  
**(*Energoprojekt Holding plc. financial statements for 2013;***  
***Auditor's Report for 2013 and Annual Business Report*)**

In accordance with Art. 34 par. 1 item 8 of the Articles of Association of ENERGOPROJEKT HOLDING PLC., the general meeting of ENERGOPROJEKT HOLDING PLC. at the 42nd repeat annual general meeting of shareholders of ENERGOPROJEKT HOLDING PLC. held on 17 June 2014 in the projection room at the Energoprojekt office building, under item 2 of the agenda, issued the following

**R E S O L U T I O N**

1. The Annual Business Report of ENERGOPROJEKT HOLDING PLC. for 2013 (*Energoprojekt Holding plc. financial statements for 2013; Auditor's Report for 2013 and Annual Business Report*) is approved, in full accordance with the Supervisory Board's proposal which forms an integral part of this resolution.
2. The reports from item 1 above are an integral part of this resolution and are stored in the archive.

Chairman of General Meeting

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Zoran Vasić

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**ITEM 3.**

**APPROVAL OF RESOLUTION ON DISTRIBUTION OF  
UNDISTRIBUTED PROFITS**

In accordance with Art. 34 par. 1 item 7 of the Articles of Association of ENERGOPROJEKT HOLDING PLC., the general meeting of ENERGOPROJEKT HOLDING PLC. at the 42nd repeat annual general meeting of shareholders of ENERGOPROJEKT HOLDING PLC. held on 17 June 2014 in the projection room at the Energoprojekt office building, under item 3 of the agenda, issued the following

**RESOLUTION ON DISTRIBUTION OF  
UNDISTRIBUTED PROFITS**

1. The net profit generated by ENERGOPROJEKT HOLDING PLC. (hereinafter: Company) in 2013 totalled 399.088.374,09 RSD.
2. The Company's undistributed profits from the previous years up to and including 31.12.2013 amount to 285.822.519,14 RSD.
3. The total amount of the undistributed profits, including undistributed profits from the previous years and realised profits from 2013, amount to 684.910.893,23 RSD and shall be distributed as follows:
  - for dividend payment, in the gross total of 36,00 RSD per share to the shareholders of Energoprojekt Holding plc. (393.526.512,00 RSD);
  - the remaining balance of 291.384.381,23 RSD will be retained as undistributed profit.
4. The Company shall inform all shareholders eligible for the dividend payment, within 15 days of this resolution, of its decision to pay dividend, in compliance with the legal provisions on notifying shareholders of general meetings, by publishing the information on the company website [www.energoprojekt.rs](http://www.energoprojekt.rs) (Investor Relations page, General Meeting submenu).
5. The dividend on shares is paid to shareholders based on their rights arising from the type and class of their shares

held on dividend day, in proportion to their share of the total number of shares of the same class.

6. Shareholders are eligible to receive dividend and other payments if they were registered as shareholders of the Company on 30.05.2014 (Dividend Day, as specified by the Supervisory Board at its 25th meeting held on 09.05.2014).
7. After the resolution to pay dividend, a shareholder eligible to receive dividend becomes a creditor of the Company for the amount of the dividend.
8. Shareholders who transfer the shares based on which they are entitled to receive dividend after dividend day, but before the dividend is paid, shall keep their right to the dividend.
9. Dividend shall be paid to shareholders on 15.12.2014.

**Chairman of General Meeting**

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**Zoran Vasić**

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**ENERGOPROJEKT HOLDING PLC.**  
**CEO**

**Vladimir Milovanović, BSc.Eng.**